

EXHIBIT B

JUNE 8, 2009 NOTICE TO PENTASTAR AVIATION, LLC

DETROIT.3706783.1

NOTICE

June 8, 2009

via facsimile

Pentastar Aviation, LLC
Oakland County International Airport
7310 Highland Road
Waterford, MI 48327
Attention: President
Facsimile: (248) 666-8270

**RE: Shareholders and Operations Agreement between Pentastar Aviation, LLC
and General Motors Corporation dated October 2001 (the "Agreement")**

Ladies and Gentlemen:

Pursuant to Section 4.3(a) of the Agreement referenced above, General Motors Corporation ("GM") hereby exercises its GM Put Rights to Pentastar Aviation, LLC ("Pentastar"). In accordance with Section 4.3(a) of the Agreement, the closing date for the sale by GM to Pentastar of all of GM's Shares in the Company shall occur on July 8, 2009 or such other date on which the parties mutually agree. The foregoing exercise of the GM Put Rights is subject to (i) any approvals required by the Lenders (as defined in that certain *Secured Superpriority Debtor-In-Possession Credit Agreement*, dated as of June 1, 2009, among General Motors Corporation, as Debtor and Debtor-in-Possession under Chapter 11 of the Bankruptcy Code, the guarantors party thereto and the lenders parties thereto from time to time) and (ii) the approval of the United States Bankruptcy Court for the Southern District of New York, if required. Capitalized terms used, but not defined herein, have the meanings given to them in the Agreement.

Sincerely,

GENERAL MOTORS CORPORATION

By: _____
David Renner,
Authorized Representative

c: Terrence B. Larkin
Bodman, Longley & Dahling LLP
201 W. Big Beaver, Suite 500
Troy, MI 48084
Facsimile: (248) 743-6002